IN THE UNITED STATES BANKRUPTCY COURT FOR THE DISTRICT OF DELAWARE

In re: : Chapter 11

W.R. GRACE & CO. : Case No. 01-01139 (JKF)

Debtor.

NOTICE OF APPEARANCE, REQUEST FOR MATRIX ENTRY AND REQUEST FOR SERVICE OF ALL NOTICES AND DOCUMENTS

PLEASE ENTER the following appearances as co-counsel for Union Tank Car Company ("Union Tank Car"). Union Tank Car is a party in interest and, pursuant to the Bankruptcy Rules and Section 1109(b) of the Bankruptcy Code, hereby requests that all notices given or required to be given in this case be given to and served upon:

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PLEASE TAKE FURTHER NOTICE that pursuant to Section 1109(b) of the Bankruptcy Code, the foregoing request includes not only the notices referred to in the Bankruptcy Rules but also includes, without limitation, notices of any application, motion, petition, pleading, request,

complaint, or demand, whether formal or informal, which is filed in this chapter 11 case.

This Notice of Appearance and Demand for Notices and Papers shall not be deemed or construed to be a waiver of Union Tank Car's right: (1) to have final orders in noncore matters entered only after <u>de novo</u> review by a District Judge, (2) to trial by jury in any proceeding so triable in this case or any case, controversy, or proceedings related to this case, (3) to have the District Court withdraw the reference in any matter subject to mandatory or discretionary withdrawal, or (4) or any other rights, claims, actions, defenses, setoffs, or recoupments to which Union Tank Car is or may be entitled, in law or in equity, all of which Union Tank Car expressly reserves.

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Attorneys for Union Tank Car Company

Dated: April 11, 2002